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OF COUNSEL
URBAN A. LESTER

3-258A017

September 14, 1993

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one duly executed copy and one certified copy of a Termination of Lease, dated May 24, 1990, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to that certain Lease which was duly filed with the Commission on June 13, 1975 under Recordation Number 7961-A.

The names and addresses of the parties to the enclosed document are:

Continental Bank, National Association
231 South LaSalle Street
Chicago, Illinois 60693

West Penn Power Company
320 Park Avenue
New York, New York 10022

A description of the railroad equipment covered by the enclosed document is attached hereto as Exhibit A.

7961-B

7961-B
SEP 15 1993 2 05 PM
INTERSTATE COMMERCE COMMISSION

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OFFICE OF THE
SECRETARY
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LICENSING BRANCH

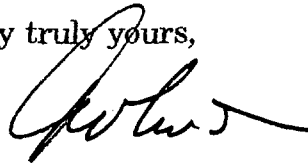
[Handwritten signatures]

Mr. Sidney L. Strickland, Jr.
September 14, 1993
Page 2

Also enclosed is a check in the amount of \$16.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', written in a cursive style.

Robert W. Alvord

RWA/bg
Enclosures

7961-B
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INTERSTATE COMMERCE COMMISSION

District of Columbia : SS

I, Robert W. Alvord, being duly sworn do hereby certify that the attached "Termination of Lease" dated May 14, 1993 between Continental Bank, National Association and West Penn Power Company consisting of seven pages, is a true and complete copy of the original thereof.



ROBERT W. ALVORD

Subscribed and sworn to before me this 13th day of September, 1993.



NOTARY PUBLIC

My Commission expires: August 14, 1997

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INTERSTATE COMMERCE COMMISSION

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20423

Re: Lease of Railroad Equipment (the "Lease") dated
as of March 31, 1975 between Continental Bank,
National Association, formerly Continental
Illinois National Bank and Trust Company, as
Lessor, and West Penn Power Company, as Lessee

Dear Sir:

Continental Bank, National Association,* (the "Lessor"), and
West Penn Power Company (the "Lessee") executed and entered into
that certain Lease as described above, covering the railroad
equipment described on Schedule A attached hereto (the
"Equipment").

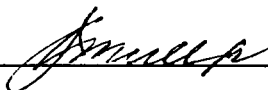
The Lease was filed with the Interstate Commerce Commission
on June 13, 1975 at 1:05 p.m. and assigned Recordation No. 7961-
A.

All amounts due and owing by the Lessor pursuant to the terms
and provisions of the Lease to which it is a party have been paid
in full by the Lessee.

In consideration of the full payment of all amounts and
indebtedness due or owing to the Lessor pursuant to the terms and
provisions of the Lease, the Lessor does hereby cancel and ter-
minate the Lease.

Continental Bank, National Association
as Trustee

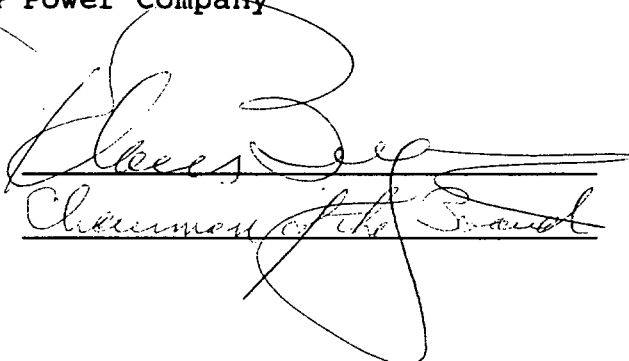
By:


VICE PRESIDENT

Title:

West Penn Power Company

By:


Chairman of the Board

Title:

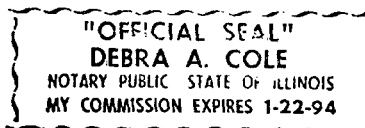
*as Trustee

STATE OF ILLINOIS)
COUNTY OF COOK) ss:

On this 14th day of may, 1990, before me personally appeared A. C. MULL, JR to me known who being by me duly sworn, says that he is the VICE PRESIDENT of CONTINENTAL BANK, NATIONAL ASSOCIATION, that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Debra A. Cole
Notary Public

My commission expires:



STATE OF NEW YORK)
COUNTY OF NEW YORK) ss:

On this 9th day of May, 1990, before me personally appeared Klaus Bergman to known who being by me duly sworn, says that he is the Chairman of the Board of WEST PENN POWER COMPANY, that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Nancy H. Gormley
Notary Public

My commission expires:

Notary Public
NANCY GORMLEY
State of New York
#099619
Suffolk County
Expires June 15, 1992

EXHIBIT A

Equipment Schedule

<u>Description</u>	<u>Quantity</u>	<u>Serial Numbers</u>
100-ton (4,000 cu. ft.) high-side steel gondola cars with swivel couplers Mfg: Thrall Car Manufacturing Co.	106	APAX 501-606
100-ton (3,608 cu. ft.) open-top hopper cars with one ro- tating and one non- rotating coupler Mfg: Bethlehem Steel Corporation	98	APAX 101-110 APAX 112-126 APAX 128 APAX 130-201
100-ton (3,608 cu. ft.) open-top hopper cars with rotating couplers on both ends	5	APAX 202-206